

HM #20 "Buzz-Off's Pride"
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FADE IN:

EXT. PALACE OF ETERNIA GARDEN - DAY

CLOSE ON an ordinary ETERNIAN BEE at a flower, making a TINY DRONE as it hovers. PULL BACK TO REVEAL - ORKO, floating next to it, fascinated. Suddenly, a LOUD INSECT DRONE breaks the moment. Orko looks up.

SWISH PAN TO THE SKY - BUZZ OFF zooming away overhead.

ORKO - readies himself like a sprinter and ZOONOOOMS OUT.

ON BUZZ OFF - as Orko flies in, trying hard to catch up.

ORKO
Buzz Off! Where ya goin'? Can I
come?

BUZZ OFF
If you can keep up.

With that, BUZZ OFF vrooms ahead. CAMERA PIVOTS TO OTS SHOT - so we see he's speeding towards the forest. OTS ORKO - zips thru shot, trying to pursue.

EXT. SKY ABOVE EVERGREEN FOREST - SOON

As BUZZ OFF speeds ahead, ORKO struggles to catch up.

ORKO
Ooh, must be on an important
mission, huh? <narrows eyes,
shrewdly> Going after Skeletor?

BANK WITH THEM over the EVERGREEN FOREST. We see a GREEN GLOW in the distance (coming from Viridas hill in the vast forest.) <NOTE: Veridas is from the Latin for "green.">

BUZZ OFF
Going after *fruit*.

ORKO looks puzzled.

ON BUZZ OFF - flying, Orko struggling to keep up.

BUZZ OFF
Andreenos is about to celebrate our
Queen's Jubilee. My Queen is

especially fond of the honeyberries
grown there...

Buzz Off indicates ahead of them. On Orko's look...

EXT. VILLAGE OF VIRIDAS - CONT.

HIGH ANGLE POV - In the distance we can now see VIRIDAS, a quaint little village of stone & timber houses with thatched roofs, which spreads across a small dome-like hill, surrounded by fields, then a loop of wide river, the EVERGREEN FOREST surrounding it in all directions. Tall stone walls surround the village -- like a medieval town.
<ALT. DESIGN NOTE: Village design could be more like Arabian Nights, or perhaps Art Nouveau/Art Deco.>

BUZZ OFF (V.O.) (CONT'D)
...in the village of Viridas.

OTS - ORKO & BUZZ OFF - as Orko points to the crest of the hill, in the center of the village. There is a TALL STONE TOWER with an open top from which a GREEN GLOW emanates.

ORKO
What's that green glowy thing?

BUZZ OFF
The Crystal of Prasinus.

<NOTE: Prasinus is also a Latin variate for "green."> POV MOVES DOWN the village to the flat areas around the base of the hill where fields of GIANT FRUIT AND VEGGIES stretch away from the hill and toward the river and forest.

BUZZ OFF (V.O.) (CONT'D)
Its magical glow is what makes the
crops in Viridas grow to enormous
size...and have unsurpassed taste.

BACK ON BUZZ OFF AND ORKO - who continue flying over the forest. Buzz Off starts banking down.

EXT. BRIDGE TO VIRIDAS - DAY

EST. A TRADER on an empty wagon is half way across a WIDE WOODEN BRIDGE ACROSS THE RIVER, (the bridge leading towards the village.)

CLOSE ON THE TRADER - when his eyes suddenly grow big.

WIDER - as he quickly brings his Eternian Horses to a stop.

OTS TRADER - TO REVEAL a stooping figure now rising to his full height. It's AZDAR, a 35-ft, massively-built Giant.
<NOTE: Adjust size of giants to 20 or 25 feet if this

is a scale/design problem. If this change is made, then please adjust scale of gate & Stone Tower accordingly.>

FAVOR AZDAR who has a massive, 'Hammer of Thor' double-headed mace. He looks downward at the nervous Trader.

AZDAR
(gruffly)
Bridge is closed. Turn around.

THE TRADER, shakes in his seat, his HORSES ready to spook.

TRADER
(mid-European accent)
But I must pick up a load of
produce for my village!

TRADER'S POV - AZDAR takes a big STOMP forward towards us.

THE TRADER and HIS HORSES cower as the BRIDGE SHAKES.
ADJUST as AZDAR leans down INTO FRAME, his face at the level of the horses. The Trader and his horses are frozen, holding their breaths. For a beat nothing happens (but anticipation), and then suddenly Azdar makes a ferocious face and...

AZDAR
<huge bellowing ROAR!>

The Trader's horses freak out, REAR UP...then whip around 180 degrees on the bridge...

OTS AZDAR - as he stands to full height again -- rocking back on his heels & laughing, as the HORSES & wagon gallop off the way they came, the Trader barely hanging on for dear life.

AZDAR
<nasty LAUGHTER>

Suddenly, he hears:

BUZZ OFF (O.S.)
What seems to be the problem here?

THE GIANT whips around - and WE ADJUST TO REVEAL - BUZZ OFF hovering at face level. ORKO hovers worriedly in the b.g.

AZDAR

(belligerent)
None of your business. Now, buzz
off!

BUZZ OFF
(matching belligerence)
That's LORD Buzz Off to you! And I
asked you a question.

AZDAR shifts his mace from one hand menacingly, but Buzz Off
isn't intimidated. In the b.g. Orko cringes. Azdar then
smirks and shrugs innocently, with an undertone of menace.

AZDAR
I'm repairing the bridge.

BUZZ OFF glances around at the bridge with a skeptical look.

BUZZ OFF
There's nothing wrong with this
bridge.

AZDAR
Oh yes, there is. YOU'RE hanging
around it!

AZDAR uses his massive free hand to SWAT BUZZ OFF, sending
him flying OS.

BUZZ OFF
<impact GRUNT> <doppler outgoing>

ORKO reacts alarmed...and races OFF in that direction.

EXT. FOREST - CONT.

BUZZ OFF comes hurtling in, crashes thru some branches...and
falls down OS to the forest floor.

BUZZ OFF (PARTIAL OS)
<doppler incoming> <impact GRUNTS>

EXT. BRIDGE - CONT.

AZDAR throws back his head and roars in mirth again, until
he hears an OS voice.

AZDAR
<roars of LAUGHTER>

BELZAR (O.S.)
What do you think you're doing,
Azdar?!

As Azdar turns, ADJUST TO REVEAL TWO OTHER GIANTS - BELZAR & CHADAZ, as they emerge from the trees and join Azdar on the bridge. These giants also carry hammer-headed maces.

CHADAZ

Yeah. That was one of those
Masters of the Universe!

EXT. FOREST - CONT.

BUZZ OFF lies, half-covered in a thick pad of moss and leaves. He stirs, shakes off his daze, hovers, and with a furious buzz, snaps the leaves, moss, etc. off his wings.

ANGLE - With angry determination BUZZ OFF FLIES upwards, just as ORKO arrives. BUZZ OFF zooms upwards past him.

BUZZ OFF

That giant's asking for it!

HIGH ANGLE - BUZZ OFF flying back towards the bridge, jaw clenched angrily. ORKO zooms in front of him, trying to stop him, calm him down.

ORKO

But he's big n scary 'n --

ORKO nervously LOOKS BACK OVER HIS SHOULDER, sees something and freaks, points.

ORKO

-- and *him* is a *them*!

BUZZ OFF looks in direction indicated, warily halts mid-air.

BUZZ OFF POV - THE BRIDGE - where the three giants are standing, looking very imposing up in his direction.

ORKO (O.S.)

Ya can't fight THREE giants.

BUZZ OFF hovers, seething. ORKO'S in front of him, plaintive.

ORKO

Let's just go home.

CLOSER ON BUZZ OFF, clenching a fist.

BUZZ OFF

(muttering) This isn't over.

BUZZ OFF ZOOMS OS fast, leaving Orko in his wake. Then nervously glancing back at OS Giants, ORKO zooms off also.

EXT. BRIDGE - CONT.

OTS GIANTS - as they see Buzz Off vanishing from sight, with a dizzy Orko following after.

AZDAR
See? He's running scared.

BELZAR gets in Azdar's face.

BELZAR
How dumb are you? We can't afford
to draw attention to ourselves.

ADZR shrugs defensively.

AZDAR
You said to keep people off the
bridge.

CHADAZ - smirks darkly, raises his mace...

CHADAZ
Here's how you keep people off the
bridge!

...AND SMASHES IT DOWN, taking a huge chunk out of the wooden bridge! The other two giants get the idea with evil grins, raise their maces and...

WIDE - all three giants merrily BASH the bridge to pieces!

EXT. PALACE GARDEN - DAY - LATER

BUZZ OFF LANDS in the garden we saw earlier, ORKO following. Orko watches Buzz Off with worry.

BUZZ OFF
(muttering angrily)
That giant doesn't know who he's
messing with.

BUZZ OFF aims stinger weapon and FIRES. CAMERA ADJUSTS - to OTS STINGER (ala the arrow shot in "Robin Hood") -- as it FLIES towards an ETERNIAN TREE.

OPPOSITE SIDE OF TREE TRUNK - REVEAL ADAM and CRINGER leaning against the tree, napping. They REACT and wake up (Cringer nervously) to hear the stinger THWING into the tree trunk.

REVERSE - ADAM looks around the tree, calls out sleepily.

ADAM
(sleepily calls) Huh Hey, Buzz.

Buzz Off quickly hides/puts away his stinger.

ADAM (PARTIAL OS)
(calls) Thought you were going to
Viridas to get honeyberries.

ORKO hovers/zips over towards Adam and Cringer, who are
still leaning lazily against the base of the tree trunk.

ORKO
Oh, we did! I mean, we started to,
but -(gives small yelp as...)

BUZZ OFF - flying in, abruptly yanks Orko backwards by the
collar to stop him from talking, and displays his foul mood.

BUZZ OFF
(overriding)
They weren't ripe yet.

ADAM still sleepy, is a bit taken aback by Buzz Off's 'tude.

ADAM
<YAWN> Ahh Really? I heard the
Crystal of Prasinus made the fruit
ripe, year round.

BUZZ OFF
(curt) You heard wrong.

BUZZ OFF hauls ORKO by the collar and flies him OS.

ADAM - lazes there, looking puzzled. He shrugs at Cringer,
who just cocks his head, like a puzzled kitty.

AROUND THE CORNER - in another part of the garden, BUZZ OFF
reads Orko the riot act.

BUZZ OFF
You tell nobody about what happened
back at that bridge. Not Adam, the
Masters, nobody.

ORKO
(puzzled) But they're your friends.
(shrugs) It's not your fault that
you got beat up by a giant.

BUZZ OFF - angrily, thru clenched teeth, pride wounded.

BUZZ OFF

I wasn't beat up. I was sucker
punched. *Nobody* finds out.
Understand?

ORKO, puzzled but cowed, answers in a small voice.

ORKO

Okay.

WIPE TO:

EXT. PALACE - LATER

MAA is outside the palace, addressing ADAM, MAA observing a MESSENGER driving off.

MAN AT ARMS

That messenger was from Veridas.
Something caused their bridge to
collapse.

OTS BUZZ-OFF flying, heading around the palace corner as he overhears this.

ADAM

Huh. That's funny. Buzz Off was
just there, didn't mention
anything.

MAA - shrugs.

MAN-AT-ARMS

Must have occurred after he left.
(musing) Many villages depend on
the food grown in Viridas. With
the bridge out--

BUZZ-OFF flies in & lands, eager vengeful look on his face.

BUZZ OFF (PARTIAL O.S.)

Yeah. Lots of people will go
hungry.(sets jaw, seething) We need
to make those creeps pay...(then,
covering)-- uh, whoever they were.

MAA - arching an eyebrow at Buzz Off's overzealous attitude.

MAN-AT-ARMS

We don't know *what* caused the
bridge to collapse, Buzz Off. But
it needs to be fixed.

ON BUZZ OFF - narrowing his eyes, and fingering his stinger.

BUZZ OFF
Right. Fixed. Count me in.

EXT. VILLAGE OF VIRIDAS - DAY

CLOSE ON - a sleepy VILLAGE GUARD - in a guard post along the top of the VILLAGE WALL. <Note: the village is walled in on all sides...ala fortified medieval city.> He suddenly FEELS HEAVY, STOMPING VIBRATIONS that jolt him awake, eyes wide.

HIS POV - THE GIANTS - STOMP up the road towards the village. with slow menacing cadence. They jointly carry a humongous BATTERING RAM! The ram has a vicious BEAST'S HEAD carved into the ramming end.

THE GUARD - alarmed. FOLLOW him as he rushes to a large GONG and HAMMERS an alarm!

VILLAGE GUARD
(calls out) ENEMIES! CLOSE THE
GATE! CLOSE THE GATE!

AT GATE - GUARDS push with all their strength to close the massive (tall as the Giants) 2 foot thick, wooden gate. CREAKING.

OTHER GUARDS - ram thick wooden beams across the closed gate to reinforce it.

DRAMATIC LOW ANGLE - THE GIANTS as they march forward. GROUND SHAKES.

WIDEN - The Giants arrive at the gate and don't even bother with an ultimatum. They simply pull the ram back and...

DRAMATIC ANGLE ON THE RAM - THE GIANTS heave the ram into the gates with a thundering BOOM!

INSIDE THE GATE - IT SHUDDERS but holds. THE GUARDS watch anxiously.

THE GIANTS - pull the ram back for another heave.

INSIDE THE GATES - GUARD wait anxiously & then another CAMERA SHAKING BOOM! The bars across the inside BOW & CRACKS

appear in the gate. Seeing this, the guards desperately throw themselves at the gate.

ON THE RAM - facing into camera, as the GIANTS heave it back and ram it forward again, RIGHT INTO CAMERA, as we...

END ACT ONE

ACT TWO

EXT. SKY - NEAR VIRIDAS - MOVING

WIDE - ADAM, MAA and RAM MAN flying in the Windraider, BUZZ OFF flying alongside. They're flying in, approaching the collapsed bridge when, ADAM sees something up ahead.

ADAM

Look!

MASTERS' POV - the Giants SMASH the battering ram at the gate for the final time!

INTERCUT - INSIDE THE GATE - KAWOOOOM! The bars BLAST APART, the gate BURST INTO PIECES, sending the guards flying backwards, while others run in terror.

GUARDS

<SCREAMS, WALLA>

BACK ON BUZZ-OFF - flying abreast the Windraider - MOVING.

BUZZ OFF

(calls) Marauding giants! Let's take'em!

MAN-AT-ARMS

(calls) Hold on. We need a plan to insure that villagers won't be injured.

CLOSER ON BUZZ OFF - who indicates his stinger, as he ZOOMS ahead of them with a burst of speed.

BUZZ OFF

(with a vengeful edge)

This is the only plan their kind will understand!

ADAM and RAM MAN exchange puzzled looks. CLOSE ON MAA - as he scowls at Buzz-Off's behavior.

EXT. VILLAGE OF VIRIDAS - SAME TIME

ON THE GIANTS - approaching the 45 foot Tower where the green crystal is housed. CHADAZ looks back over his shoulder and REACTS with surprise. AZDAR and BELZAR turn to look.

CHADAZ
We've got company!

THE GIANTS' POV - BUZZ OFF - ZOOMING toward them, the Windraider flying in some distance behind.

BELZAR (V.O.)
The flying guy could really mess up our plans.

FAVOR AZDAR, who smirks.

AZDAR
Leave him to me.

WIDE - AZDAR steps away from his buddies as a scowling, ready- for-anything BUZZ OFF flies in.

AZDAR
Hey, bug boy. Come back to get squished?

AZDAR smirks & swings his mace in a WHOOSHING BLUR. BUZZ OFF, does a mid-air spin, dodging the mace. Comes out of his spin, FIRING his stinger!

BUZZ OFF
Keep talking, giant. While you can!

AZDAR takes a couple of the stinger hits and staggers backward half a step, but shakes it off with a smirk, taunts Buzz Off some more.

AZDAR
Rah (grunt laugh) Is that all you've got, insect?

FAVORING BUZZ OFF who swoops upward angrily, then SWOOPS down toward Azdar.

BUZZ OFF
I'll show you what I've got...

ANOTHER ANGLE - AZDAR martial-art-FLIPS over the swooping, startled Buzz Off ...then races away, into the village.

BUZZ OFF - scowls, flies/chases after him!

ON THE WINDRAIDER - now coming in low toward the plaza (where large STONE WAREHOUSE SILOS and the Tower are located). MAA circles around, sees where the giants are positioned.

MAN-AT-ARMS
They're after the Crystal of
Prasinus.

BELZAR & CHAZAR poised ready for battle, WHOOSHING their maces in menacing circles.

TRACKING - MAA gives Adam a meaningful look.

MAN-AT-ARMS
Locate He-Man! Ram Man and I will
protect the Crystal.

ADAM nods.

DRAMATIC ANGLE FROM BELOW - MAA and RAM MAN stand in the open cockpit and LEAP OUT! The Windraider banks away.

FOLLOW THEM as they land (RAM MAN with a massive THUD) between the Tower and the Giants.

OTS MAA - stomps towards the giants, confronting them.

MAN-AT-ARMS
Back away from this tower.

CHADAZ looks down at MAA in contempt, threateningly slapping his mace into his palm.

CHADAZ
Or what, little man?

ON RAM MAN - charging towards CHADAZ.

RAM MAN
Or this!

WIDE - CHADAZ does a nimble martial arts evasive spin at the last second...so that RAM MAN keeps charging past him.

FOLLOW RAM MAN who winds up CRASHING INTO...a building.

MAA gets into a battle crouch & fires his mace-blaster at BELZAR.

BELZAR blocks the blasts with a deft spin of his mace & moves backwards toward one of the large stone warehouse silos that are located nearby.

CLOSE ON MAA - who speaks into a comm unit:

MAN-AT-ARMS

Buzz Off!

EXT. VILLAGE - CONT.

BUZZ OFF - flying, firing STINGERS, as he GAINS ON the fleeing AZDAR.

MAN AT ARMS (VO)

We need your help...

BUZZ OFF

<into comm unit, but loudly so the giant overhears> Soon as I finish teaching this giant a lesson!

AZDAR - STINGER blasts coming in around him, uses his mace to WHOMP a chimney off a building, so it flies backwards.

AZDAR

Right. Just like you taught me on the bridge!

BUZZ OFF does a barrel-roll maneuver to dodge the chimney...

ON VILLAGERS - as debris lands....flying every which way, ...VILLAGERS flee!

VILLAGERS

<screams, cries>

AZDAR (OS)

<taunting laughter>

BUZZ OFF - FLYING - looks at Villagers with brief concern, then, as he hears Azdar's laughing taunts, gets a vengeful look and flies off after the fleeing giant.

OTS BUZZ OFF - pursuing the Giant who's taking balletic bounding leaps towards outskirts of village.

EXT. DIFFERENT PART OF VILLAGE - CONTINUOUS

THE WINDRAIDER lands in an "alleyway" of the village.

ADAM leaps out, looks to see that no one's around, then raises his sword above his head:

ADAM/HE-MAN

By the power of Grayskull!/I have the power!

EXT. RIVER AND FOREST - SAME TIME

Azdar quickly wades across the river (about knee high to him) toward the forest on the far side, passing the destroyed bridge. He looks back over his shoulder and smirks to see...

BUZZ OFF flying, in hot pursuit.

THE GIANT bounds into the forest.

EXT. VILLAGE - SAME TIME

MAA - moving - blasts his WRIST CANNON PAST CAMERA...

THE TWO GIANTS...do spinning evasive moves...the BLAST missing them barely.

CHADAZ indicates an area OS, BELZAR nods and they run to it.

MAA and RAM MAN come charging PAST CAMERA.

THE TWO GIANTS - come to halt near a huge warehouse silo. (it's even taller than them).

As MAA and RAM MAN rush in...the two Giants toss their maces aside and reach for the silo.

ZOOM ON MAA - realizing.

THE GIANTS BASH tip over the huge silo!

MAA & RAM MAN race TOWARDS CAMERA, managing to evade the silo -- which CRASHES TO THE GROUND. THUNDERING CRASH.

LOW ANGLE - But then a TORRENT OF GIANT PRODUCE - (Eternian Apples the size of basketballs, Eternian pumpkins the size of lounge chairs, gourds, etc.) burst out, eclipsing FRAME.

WIDE - ON MOUNTAIN of PRODUCE - MAA and RAM MAN somewhere buried beneath. RACK FOCUS - to f.g. BELZAR and CHADAZ who smile smugly and head off.

BELZAR
So much for them. Let's get the
Crystal.

ON THE TOWER - BELZAR and CHARAZ head towards the 45 foot tower..when they suddenly hear...

HE-MAN (OS)
Lay down your weapons and
surrender!

DRAMATIC ANGLE - HE-MAN in a heroic stance, standing before the tower.

THE GIANTS share a look, pretending to consider it for a split-second, then they shake their heads at each other.

BELZAR/CHADAZ

Nah.

THE GIANTS do martial arts spins FORWARD, maces raised and WHOOSHING.

BELZAR/CHADAZ

<battle roars!>

DRAMATIC ANGLE ON THE GIANTS as they bring their huge hammer-maces down on HE-MAN.

HE-MAN grabs one attacking mace-head in each hand....

GIANTS - react surprised/stunned.

HE-MAN grimaces & uses his great strength to HALT THEM in their tracks, THEN WITH A MIGHTY GRUNT, HURLS THEM BACK.

HE-MAN

<straining GRUNTS..one final GRUNT>

BELZAR and CHADAZ crashing backwards, landing at the BASE OF A HUGE WATER TOWER.

BELZAR/CHADAZ

Whaaaa....Unnnnf!

CLOSER ON THE TWO GIANTS, who share a look of shock at He-Man's strength. Then BELZAR gets a calculating look as he glances around, gestures with his head for CHADAZ to head for the Crystal Tower.

As CHADAZ nods & makes a break for the Tower...

BELZAR WHIRLS & delivers a quick, devastating BASH to the stilt-like base of the Water Tower. Belzar leaps aside as the huge tower begins to TOPPLE with a HIDEOUS GROAN...

ZOOM ON HE-MAN - as he reacts to what he sees...

A GROUP OF VILLAGERS AND CHILDREN cowering in the plaza not far from the Water Tower - it's going to fall on them!

MOVING - HE-MAN races toward the VILLAGERS and CATCHES the toppling water tower...

CLOSER - He-Man bears the entire weight of the tower with his mighty arms....holding it up, even as some metallic pieces of the STRUCTURE crash down to the ground.

EXT. FOREST - CONT.

BUZZ-OFF flying into the thick forest -- scowling, looking for the Giant.

UP AHEAD - AZDAR lopes thru the forest, then stops, calling back thru the thick trees, taunting -- as he REACHES OS.

AZDAR
(calls) Whatsa matter, buzz boy.
Run out of bug juice?

CLOSE - BUZZ OFF - scowling, flying low, sees Azdar up ahead.

As BUZZ OFF zooms in -- Azdar rips out a HUGE TREE (its trunk thicker than Buzz Off) & holds it horizontally.

BUZZ OFF reacts, but has no time to halt or change direction. As he RACES AT CAMERA, we hear a CRASH (he smashes into the tree trunk) --& all goes TO BLACK.

BUZZOFF (PARTIAL OS)
<pained impact GRUNT>

REVEAL - BUZZ OFF hits the floor of the forest - knocked out. The DRONE of his flight goes abruptly SILENT.

AZDAR - SMIRKING, seeing that his plan worked, hurries OFF.

INT. VILLAGE - DAY

WIDE - HE-MAN, as he strains to hold the water tower above his head...some VILLAGERS partially trapped by debris, a few others getting free.

CLOSER - HE-MAN holding the massive tower above them, looks OS, sets his jaw grimly to see:

HIGH ANGLE - THE CRYSTAL TOWER - BELZAR is bent over on the ground, a pair of giant feet standing on his back. PAN UP TO REVEAL it's Chadaz, who reaches up...to the top of the 45 foot Crystal Tower and seizes the glowing green Crystal of Prasinus. He basks in the green glow for a second, then TOSSES IT DOWN.

FOLLOW THE CRYSTAL - sparkles and glows as it falls thru the air.... BELZAR'S HAND shoots INTO FRAME and GRABS IT! PULL BACK to show Belzar's triumphant face.

CHADAZ jumps off of Belzar's back to the ground, as Belzar gets up and they TAKE OFF.

TRACK THEM as they smash thru the wall surrounding the city.

WIDE-HE-MAN still holding up the toppled water tower. As the last VILLAGER pulls his WIFE free of debris, HE-MAN calls:

ON THE PLAZA - Villagers run, vacating the area.

With a superhuman HEAVE, HE-MAN throws aside the massive WATER TOWER & it LANDS with an earth shaking CRASH-BOOM! -- as WATER EXPLODES out and floods the street.

TRACK HE-MAN - as he races over to the crumbled city wall & looks out...

HE-MAN POV - no sign of the Giants. They're gone, having disappeared into the forest.

CLOSE ON HE-MAN - as he considers whether to chase them, then looks back towards:

NEAR FALLEN PRODUCE SILO - the giant mound of produce STIRS -- then MAA starts to push his way free, pushing giant fruits/veggies aside.

CLOSER - HE-MAN races in and TOSSES giant veggies/fruits aside to help MAA and a dazed RAM MAN get free.

MAN-AT-ARMS
(dazed, but okay) The giants...

HE-MAN shakes his head, grimly.

HE-MAN
Escaped with the crystal.

MAA nods grimly. RAM MAN is really steamed.

RAM MAN
Ah Buzz Off coulda prevented that!
Where IS he?!

EXT. EVERGREEN FOREST - SAME TIME

BUZZ OFF - on the forest floor. He stirs, gets up...& looks around, expecting trouble.

REVEAL - but he's alone. There's no sign of Azdar.

HIGH ANGLE - BUZZ OFF flies up, looks around & suddenly sees...

POV - the village devastated, the silos ravaged, the Crystal gone, dust rising from the streets.

BUZZ OFF'S FACE - as he realizes the terrible calamity that's been wrought, we...

END ACT TWO

ACT THREE

EXT. VILLAGE OF VIRIDAS - DAY

ON RAM MAN - carrying a CHILD, who looks scared and tattered, thru the debris scattered in the muddy street...as his grateful MOTHER rushes in and takes the kid.

CUT TO: MAA stands in the mud, and helps a fallen ETERNIAN STEED that lies confused and scared get up out of the mud. The beast gets up & runs off with a relieved WHINNY or SNORT.

CUT TO: HE-MAN moves aside a fallen chimney from in front of a house, revealing a door that had been completely blocked. A DAZED VILLAGER opens the door, blinking at the damage.

RAM MAN looks up, REACTING to droning sound, then we see BUZZ OFF fly in and land near him. RAM MAN scowls.

RAM MAN

Where were you?

BUZZ OFF - narrows his eyes, still bitter.

BUZZ OFF

I had some unfinished business to take care of.

MAA enters the scene, indicating the destruction. A VILLAGER stumbles past, dazed, distraught at all the damage.

MAN AT ARMS

(sternly) Perhaps you want to explain that to the villagers.

BUZZ OFF hangs his head, a bit ashamed. Then he looks up, confessing something. HE-MAN enters scene during this.

BUZZ OFF

Look...I didn't tell you guys
before. But I had a run-in with
that giant and he-uh--

THE OTHERS look at him. BUZZ OFF shakes his head,
embarrassed, but bitter.

BUZZ OFF

Let's just say I had a score to
settle.

HE-MAN clamps a sympathetic but firm hand on Buzz Off's
shoulder.

HE-MAN

A Master of The Universe doesn't
fight for pride or revenge, Buzz
Off. A true hero does justice and
loves kindness.

ON BUZZ OFF - as it sinks in. But he's still angry.
INCLUDE - MAA who nods sternly.

MAN-AT-ARMS

Your opponent used your pride
against you, to draw you away,
while the others stole the crystal.

BUZZ OFF realizes they're right, which makes him angrier --
but at himself this time. He looks toward the empty Tower -
- then gathers himself & gets a resolute look.

BUZZ OFF

I'll be back...with the crystal.

THE MASTERS watch as: BUZZ OFF launches into the air.

EXT. GIANTS' STONE & LOG CABIN/ FOREST - DAY

EST. a cool, giant-sized Eternian stone & log cabin, located
in a small clearing in the forest. It has one door (closed)
and one window with shutters (open). It has an oversized
stone chimney from which smoke drifts. PUSH IN, as we hear:

AZDAR/BELZAR/CHADAZ (O.S.)

<triumphant laughter>

INT. CABIN - CONT.

PAN to show the interior (lotsa cool carvings on furniture)
with a high beamed ceiling & CAVERNOUS STONE FIREPLACE (a
couple of regular-sized people could fit in it) with a fire

burning. There is a table in the middle of the room with some plates, mugs, food. AZDAR & CHADAZ relax in chairs in front of the fireplace, holding mugs of brew. Their maces are leaned up against an adjacent wall.

BY THE OPEN WINDOW - BELZAR holds the Crystal up to catch the light. It SPARKLES, its green radiance filling the room.

BELZAR
Ha. A perfect theft!

FAVORING AZDAR - smirking, as Belzar crosses towards him.

AZDAR
And a perfect strategy! Did you see that Master's face when I called him "insect"? <nasty laughter>

BELZAR - eyeing the crystal as he holds it in front of the fireplace. The flames play upon it, reflecting in his face.

BELZAR
Without this, the surrounding villages will all go hungry.

CHADAZ giddy with greed.

CHADAZ
Which means they'll pay anything to get it back.

ALL THE GIANTS laugh.

AZDAR/BELZAR/CHADAZ
<greedy laughter>

BUZZ OFF (O.S.)
Think again.

The Giants whip around to see...BUZZ OFF at the open window. He hovers inside. He is totally cool and under control.

BUZZ OFF
Hand over the Crystal.

ON THE GIANTS taken by surprise. They exchange nervous looks, then AZDAR gets a sly look.

AZDAR
(taunting)
Oh Come for a little payback, huh?
Okay, I'll whup you a third time!

BUZZ OFF keeps his cool and refuses to rise to the taunt.

BUZZ OFF
I am here for one thing -- the
Crystal. Hand it over.

ON Azdar - trying more taunts, trying to lure Buzz-Off.

AZDAR
Insect...bug...coward...

BUZZ OFF keeps his cool, gestures for the Crystal.

AZDAR - scowls to see his taunts have no affect.

THE GIANTS leap to their feet. Belzar gestures to Chadaz to go one way & Azdar to go another. As the Giants split up...

BELZAR
(defiant, to Buzz Off)
Try and take it!

BELZAR does an acrobatic move toward his mace.

BUZZ OFF - SWOOPS up - fires his STINGER!

CLOSER ON BELZAR - as the stings hit between his hand and the mace, forcing him away from it.

BELZAR deftly uses his foot to flip a footrest/stool up into his hands...(like a skateboarder would flip a skateboard up after dismounting) then uses it like a lion tamer to "herd" Buzz Off toward the table.

AZDAR reaches the window and SLAMS the shutters closed!

CHADAZ reaches the maces and tosses them to his friends.

THE MACES twirl thru the air, ANIME STYLE -- each in a different direction.

BELZAR flips away the stool & nabs his mace in the midair.

CHADAZ nabs his flying mace & in the same move, starts to SPIN it, kung fu style, as he menacingly steps forward.

WIDE - BUZZ OFF hovers above the table with the three GIANTS moving in on him from three directions.

BELZAR - raises his mace.

BELZAR
NOW!

THE 3 GIANTS bring their maces down toward BUZZ OFF -- who DOES A SPINNING CORKSCREW move upward -- as two giants hit empty air & the third brings his mace down, so it PULVERIZES the table! Plates, mugs, food go flying hard into the air.

THE GIANTS -- REACT surprised. Plates and mugs and food tumble down around their heads and CRASH to the ground..

BUZZ OFF uses the distraction to makes a STRAFING dive toward BELZAR, who tries to toss the Crystal OS to another giant -- but Buzz Off makes quiz-zip moves -- like an NBA guard cutting off the inbound pass - confounding the Giant.

BUZZ OFF then uses his sword (not sure what he carries) or his stinger (is it attached to his back?) & does a series of thrusting moves around Belzar's upper torso. The Giant swings at the air with one hand, while holding the Crystal with the other....as if being bothered by a swarm of hornets
-

NEW ANGLE - With the giant utterly befuddled...Buzz Off suddenly unleashes a stinger blast at the Giant's other hand, so that the Crystal goes flying out of it.

BELZAR

Eyaaaagh!

ANIME STYLE - ON THE CRYSTAL - flying through the air....

CHADAZ makes a leap for it....but a BUZZ OFF stinger blast hits Chadaz's outstretched hand! He yanks his hand back with a BELLOW -- as the CRYSTAL hits the wall & bounces off.

CHADAZ

<angry bellow of pain!>

BUZZ OFF does a deft flying move, swooping in & catching the Crystal! But it's so large (2 times the size of his head) that weight of it clearly drags him down. HIS DRONE increases to reflect this as he flies upward toward the ceiling.

CLOSER - BUZZ OFF looks around desperately for a way out, as we hear:

AZDAR (OS)

(menacing) What now, fly boy? No way out.

BUZZ OFF'S POV - BELZAR spins, somersaults & winds up in front of the closed window, with a sneer, mace at the ready.

CHADAZ somersault/spins and ends up guarding the door, mace in one hand, tapping his his free palm.

PAN to ADZAR - who waits in the center of the room - (the fireplace behind him) spinning his mace menacingly WHOOSH, WHOOSH.

BUZZ OFF spots something (past Adzar) SETS HIS FACE WITH DETERMINATION, REVS UP and suddenly DIVES OFF!

OTS ADZAR - as Buzz Off dives towards him.

ADZAR - lefts his mace, ready to attack.

BUZZ OFF - diving at Adzar, suddenly swoops downwards....
BETWEEN ADZAR'S legs....

BUZZ OFF then FLIES...INTO THE CAVERNOUS FIREPLACE, skimming right through the flames, making a nearly right-angle turn up into the chimney!

EXT. ROOF OF CABIN AND CHIMNEY - DAY

HIGH ANGLE - BUZZ OFF erupts from the top of the chimney, his wings SINGED and SMOLDERING on the edges, his body coated with soot. He falls to a rough landing on top of the roof, but he has the crystal!

BUZZ OFF
<heavy coughing>

BUZZ OFF forces himself to stand, SHAKES OFF the soot, then with new determination LAUNCHES INTO THE AIR.

THE DOOR TO THE CABIN - CRASHES OUTWARDS as the THREE FURIOUS GIANTS rush out to give chase!

THEIR POV - BUZZ OFF is flying off into the thick forest.

PUSH IN ON GIANTS - frustrated and angry.

EXT. VIRIDAS - DAY - SOON

TOP OF THE TOWER - BUZZ OFF flies up and replaces the Crystal in its resting place.

WIDE - on MAA, HE-MAN and RAM MAN and happy, grateful VILLAGERS on the ground...as BUZZ OFF lands near them.

MOVE IN as A VILLAGE GUARD steps forward.

VILLAGE GUARD

Thank you for returning the Crystal
of Prasinus. We would like to
reward you for this heroic act.

BUZZ OFF - shakes his head, then looks over at He-Man and
MAA with a smile.

BUZZ OFF
Thanks. <ALT: Thanks, but that
won't be necessary.>

HE-MAN and MAA nod approvingly. RAM MAN smiles.

BUZZ OFF - remembering, as he sees some produce nearby.

BUZZ OFF
However, I WOULD like to make a
purchase.

EXT. ANDREENOS - DAY

DRAMATIC SHOT of the Mystic Mountains, PUSHING IN, until we
find the ANDREENOS KINGDOM..as we hear:

INT. QUEEN'S HIVE/CAVERN - DAY

BUZZ OFF respectfully approaches his Queen, who sits
majestically upon her throne...He hands her an ornate bowl
full of huge HONEYBERRIES.

THE QUEEN
(majestic)
Viridas Honeyberries. But you
shouldn't have gone to all the
trouble, Lord Buzz Off.

She bites into one & washes it down with a swig of Ambrosia.

CLOSE ON BUZZ OFF - feeling proud and pleased, as we...

BUZZ OFF (OS)
My Queen...

BUZZ OFF
It was no trouble at all, my queen.

FADE OUT.

THE END

FADE IN:

MORAL TAG

EXT. VILLAGE OF VERIDAS - DAY

A FEW VILLAGERS watch in awe, as we PAN TO:

HE-MAN - using his mighty muscles to push the collapsed Water Tower back into an upright position.

A VILLAGE KID runs up to He-Man.

VILLAGE KID
You're my hero, He-Man.

HE-MAN smiles at the kid then addresses CAMERA.

HE-MAN
(smiles at CAMERA)
Be kind, honest, helpful and fair.
Do that and you'll be *my* hero.
Until next time...

THE KID beams at He-Man, as we...FADE OUT.

THE END